

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re* :  
 : Chapter 11  
W.R. GRACE & CO., *et al.* :  
 : Case Number 01-1139 (JKF)  
Debtors :  
 : (Jointly Administered)

Hearing Date: February 25, 2002 at 8:00 a.m.  
Objection Deadline: January 30, 2002 at 4:00 p.m.

**NOTICE REGARDING  
UNITED STATES TRUSTEE'S *AMENDED* OBJECTION TO DEBTORS'  
APPLICATION FOR ORDER (i) APPROVING THE PAYMENT OF PROFESSIONAL  
FEES AND EXPENSES AND (ii) AUTHORIZING THE EMPLOYMENT AND  
RETENTION OF PRICEWATERHOUSECOOPERS LLP AS INDEPENDENT  
ACCOUNTANTS AND AUDITORS TO THE DEBTORS (Docket No. 1488)**

On January 30, 2002, the undersigned counsel for Donald F. Walton, the Acting United States Trustee (UST) for Region 3, filed the UST's Objection (the "Objection") to the Application of the Debtors for Entry of an Order (i) Approving the Payment of Professional Fees and Expenses and (ii) Authorizing the Employment and Retention of PricewaterhouseCoopers LLP as Independent Accountants and Auditors to the Debtors. Because the Court's electronic case filing system was not operational at the time the Objection was prepared, the Objection was filed by placing same in the Court's filing box, and was served by facsimile on the parties listed on the accompanying Certificate of Service.

As of the time of filing hereof, the Objection has not been docketed by the Court. In order to assure that the Objection is properly docketed and that all appropriate parties have notice thereof, the UST herewith files his Amended Objection.

The Amended Objection differs from the Objection filed on January 30, 2002 only in the following respects: (i) the docket item number of the Application objected to has been added to

the title of the document, (ii) footnote 1 has been modified, and (iii) footnote 2 has been added.

The UST requests that the Court and the parties treat this Amended Objection as superseding the Objection.

Respectfully submitted,

**DONALD F. WALTON**  
**ACTING UNITED STATES TRUSTEE**

Dated: January 31, 2002

**BY: /s/ Frank J. Perch, III**  
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